

EXHIBIT DD

From: Robert Ladd
Sent: Thu 10/01/2015 3:35 PM (GMT-05:00)
To: Barry Honig; John Stetson
Cc:
Bcc:
Subject: Re: MGT

Harvey just killed the deal....he insists on a make whole if we ever sell stock lower than 25 cent...i.e., ratchtet.

Assuming Harvey is wrong, then with respect to the deal as agreed, should we just put each entity in at 4.9%? Harvey was also saying we need to do a convertible preferred with a 4.9% blocker. Unless you insist, I would rather not...I mean it just becomes one document and audit issue.

Thanks,
Rob



www.mgtci.com

(914) 630-7430 office
(914) 643-6855 cell

AIM: laddcap
Skype: laddcapvalue

From: Barry Honig
Date: Thursday, October 1, 2015 at 4:31 PM
To: Robert Ladd, John Stetson
Subject: Re: MGT

Mark Groussman Barry Honig

Mike Brauser oban-

Then you have it

Sent from my iPhone

On Oct 1, 2015, at 11:02 AM, Robert Ladd <rladd@mgtci.com> wrote:

Ok...btw, 9.9% is NOT an Exchange limitation...but they want to know.

Also, as I understand Section 16, the block that puts someone over 10% is not subject to short swing profit limitations. You will need to file Form 4 though.

Thanks,
Rob



**Robert B. Ladd CFA
President and CEO
500 Mamaroneck Avenue – Suite 204
Harrison, NY 10528**

www.mgtci.com

(914) 630-7430 office
(914) 643-6855 cell

AIM: laddcap
Skype: laddcapvalue

From: "BRHonig@aol.com"
Date: Thursday, October 1, 2015 at 10:59 AM
To: Robert Ladd
Cc: "stetson.john@gmail.com", "mike@marlincapital.com"
Subject: Re: MGT

understand

will get back to you today...

In a message dated 10/1/2015 10:58:10 A.M. Eastern Daylight Time, rladd@mgtci.com writes:

OBAN? Full name?

Also, can I confirm, no single name over 9.9% ?

Thanks,
Rob

<013BABDF-AFCA-419C-A4BD-E63CF477052E[5].png>(NYSE MKT: MGT)
**Robert B. Ladd CFA
President and CEO**

**500 Mamaroneck Avenue – Suite 204
Harrison, NY 10528**

www.mgtci.com

**(914) 630-7430 office
(914) 643-6855 cell**

**AIM: laddcap
Skype: laddcapvalue**

From: "BRHonig@aol.com"
Date: Thursday, October 1, 2015 at 10:50 AM
To: Robert Ladd
Cc: "stetson.john@gmail.com", "mike@marlincapital.com"
Subject: Re: MGT

OK

I will get back to you with names shortly for now use

Barry Honig
Mike Brauser
OBAN

Thanks

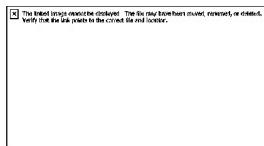
In a message dated 10/1/2015 10:38:07 A.M. Eastern Daylight Time,
rlass@mgtci.com writes:

14.2 million outstanding now.

Deal size is 2.8 million units (1 common plus 2 warrants). Equals
19.9%

25 cents per unit. \$700,000 total deal.

Thanks,
Rob



(NYSE MKT: MGT)

**Robert B. Ladd CFA
President and CEO
500 Mamaroneck Avenue – Suite 204
Harrison, NY 10528**

www.mgtci.com

(914) 630-7430 office
(914) 643-6855 cell

AIM: laddcap
Skype: laddcapvalue

From: "BRHonig@aol.com"
Date: Thursday, October 1, 2015 at 10:29 AM
To: Robert Ladd
Cc: "stetson.john@gmail.com", "mike@marlincapital.com"
Subject: Re: MGT

How many shares do you have outstanding now

What is the total deal size

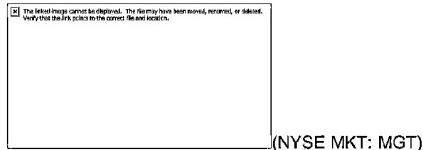
I will get you the allocated amounts after you send me that info

In a message dated 10/1/2015 10:26:13 A.M. Eastern Daylight Time,
rладд@mgtci.com writes:

Hi...I'm pushing Sichenzia to get this finished today.

NYSE MKT wants to know the buyers. \$175,000 x 4 investors
will be each at 4.9%. The Warrant will have 9.9% blocker.

Thanks,
Rob



Robert B. Ladd CFA
President and CEO
500 Mamaroneck Avenue – Suite 204
Harrison, NY 10528

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(914) 630-7430 office
(914) 643-6855 cell

AIM: laddcap
Skype: laddcapvalue

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